STATE OF UTAH -- DIVISION OF WATER RIGHTS -- DATA PRINT OUT for 49-2330(A36979aba

(WARNING: Water Rights makes NO claims as to the accuracy of this data.) RUN DATE: 12/19/2016 Page 1

WATER RIGHT: 49-2330 APPLICATION/CLAIM NO.: A36979aba CERT. NO.: CHANGES: a37073 Amended by Subsequent Change, a39953 Approved STOCK COMPANY ASSOCIATED WITH THIS WATER RIGHT: Uintah Water Conservancy District -- COMPANY (BASE) WATER RIGHT NAME: Red Leaf Resources, Inc. ADDR: Attn. Jay Vance 10808 South River Front Parkway - Suite 200 South Jordan UT 84095-5956 REMARKS: Water User NAME: Uintah Water Conservancy District ADDR: 78 West 3325 North Vernal, UT 84078 INTEREST: 100% LAND OWNED BY APPLICANT? COUNTY TAX ID#: FILED: 01/20/2011|PRIORITY: 05/19/1965|PUB BEGAN: ProtestEnd: |PROTESTED: [No]|HEARNG HLD: |ELEC/PROOF:[]|ELEC/PROOF: |CERT/WUC: |LAP, ETC: |LAPS LETTER: |TYPE: []|50YR DATE: 01/20/2034 EXTENSION: | RENOVATE: RUSH LETTR: | RECON REQ:]|PUB DATE: PD BOOK: [49-] | MAP: [Type of Right: Application to Appropriate Source of Info: Application to Segregate Status: Approved FLOW: 50.0 acre-feet SOURCE: White River & Tribs. & Underground COUNTY: Hintah COMMON DESCRIPTION: 6 mi. southwest of Bonanza POINTS OF DIVERSION -- SURFACE: (1) S 1810 ft W 1360 ft from NE cor, Sec 01, T 9S, R 20E, SLBM Source: White River Diverting Works: (2) N 1385 ft W 2185 ft from SE cor, Sec 04, T $\,$ 9S, R 21E, SLBM $\,$ Diverting Works: Source: White River (3) S 2350 ft E 2300 ft from NW cor, Sec 18, T $\,$ 9S, R 21E, SLBM Source: Cottonwood Wash Diverting Works: (4) N 350 ft E 850 ft from SW cor, Sec 28, T 9S, R 21E, SLBM Diverting Works: Source: Cottonwood Wash (5) N 2188 ft E 1568 ft from SW cor, Sec 33, T 9S, R 25E, SLBM Source: White River Diverting Works: (6) S 555 ft E 1290 ft from NW cor, Sec 11, T 10S, R 22E, SLBM Source: White River Diverting Works: 65 ft W 327 ft from N4 cor, Sec 24, T 10S, R 22E, SLBM Diverting Works: Source: White River (8) S $\,$ 490 ft W 2300 ft from NE cor, Sec 27, T 10S, R 22E, SLBM Diverting Works: Source: Bitter Creek (9) N 1637 ft E 980 ft from SW cor, Sec 13, T 10S, R 23E, SLBM Diverting Works: Source: White River (10) S 1210 ft 0 ft from N4 cor, Sec 13, T 10S, R 23E, SLBM Source: White River Diverting Works: (11) N 523 ft W 327 ft from SE cor, Sec 14, T 10S, R 23E, SLBM

Source: White River

Diverting Works:

| (12) | N 1584 ft W 1306 ft Diverting Works: | from | SE c | cor, | Sec | 15, | Τ | 10S, | R | 23E, | SLBM | Source: | White River |
|------|---|-------|--------|---------|-----|-----|---|------|----|------|-------|---------|------------------|
| (13) | N 490 ft W 1650 ft Diverting Works: | from | SE c | cor, | Sec | 17, | Τ | 10S, | R | 23E, | SLBM | Source. | White River |
| (14) | N 2237 ft W 720 ft | from | SE c | cor, | Sec | 19, | Τ | 10S, | R | 23E, | SLBM | | |
| (15) | Diverting Works: S 294 ft W 2320 ft | from | NE c | cor, | Sec | 20, | Т | 10S, | R | 23E, | SLBM | Source: | White River |
| | Diverting Works: | | | | | | | - | | | | Source: | White River |
| (16) | S 1862 ft E 1000 ft Diverting Works: | irom | NW C | cor, | sec | 21, | 1 | 105, | K | 23E, | 2TRM | Source: | White River |
| (17) | S 1894 ft W 1715 ft Diverting Works: | from | NE c | cor, | Sec | 26, | Τ | 10S, | R | 23E, | SLBM | Source: | White River |
| (18) | S 490 ft W 817 ft | from | NE c | cor, | Sec | 28, | Τ | 10S, | R | 23E, | SLBM | | |
| (19) | Diverting Works: N 1110 ft E 720 ft | from | S4 c | cor, | Sec | 02, | Т | 10S, | R | 24E, | SLBM | Source: | White River |
| (20) | Diverting Works: N 2156 ft W 1339 ft | from | SE c | or. | Sec | 07. | Т | 10s. | R | 24E. | SLBM | Source: | White River |
| | Diverting Works: | | | | | | | | | | | Source: | White River |
| (21) | S 2368 ft E 882 ft Diverting Works: | irom | NW c | cor, | Sec | 10, | Т | 105, | R | 24E, | SLBM | Source: | White River |
| (22) | S 653 ft E 702 ft Diverting Works: | from | NW c | cor, | Sec | 14, | Τ | 10S, | R | 24E, | SLBM | Source: | White River |
| (23) | N 2090 ft E 588 ft | from | SW c | cor, | Sec | 15, | Τ | 10S, | R | 24E, | SLBM | | |
| (24) | Diverting Works: N 1878 ft W 360 ft | from | SE c | cor, | Sec | 17, | Т | 10S, | R | 24E, | SLBM | Source: | White River |
| (25) | Diverting Works: S 2110 ft W 2200 ft | from | NF c | or | 500 | 17 | т | 109 | Ð | 245 | CT.RM | Source: | White River |
| | Diverting Works: | | | | | | | | | | | Source: | White River |
| (26) | S 930 ft E 2123 ft Diverting Works: | from | NW c | cor, | Sec | 18, | Т | 10S, | R | 24E, | SLBM | Source: | White River |
| (27) | S 1698 ft W 2450 ft Diverting Works: | from | NE c | cor, | Sec | 25, | Τ | 10S, | R | 24E, | SLBM | Source: | Evacuation Creek |
| (28) | N 522 ft E 1532 ft | from | SW c | cor, | Sec | 05, | Τ | 10S, | R | 25E, | SLBM | | |
| (29) | Diverting Works: S 1208 ft E 1894 ft | from | NW c | cor, | Sec | 07, | Т | 10S, | R | 25E, | SLBM | Source: | White River |
| (30) | Diverting Works: S 1306 ft W 1372 ft | from | NE c | or. | Sec | 21. | Т | 10s. | R | 25E. | SLBM | Source: | White River |
| | Diverting Works: | | | | | | | | | | | Source: | Hells Hole Creek |
| (31) | N 3125 ft E 40 ft Diverting Works: | irom | SW C | cor, | sec | 35, | 1 | 115, | K | 19E, | 2TRM | Source: | Hill Creek |
| (32) | N 1810 ft E 137 ft Diverting Works: | from | SW c | cor, | Sec | 08, | Τ | 11S, | R | 20E, | SLBM | Source: | Hill Creek |
| (33) | S 1835 ft E 1426 ft Diverting Works: | from | NW c | cor, | Sec | 13, | Τ | 11S, | R | 20E, | SLBM | Source. | Willow Creek |
| (34) | S 1530 ft E 833 ft | from | NW c | cor, | Sec | 31, | Τ | 11S, | R | 21E, | SLBM | | |
| (35) | Diverting Works: S 1300 ft W 750 ft | from | NE c | cor, | Sec | 14, | Т | 11S, | R | 22E, | SLBM | Source: | Willow Creek |
| (36) | Diverting Works: N 375 ft W 3000 ft | from | SF 6 | or | 500 | 21 | т | 119 | Ð | 225 | CT.RM | Source: | Bitter Creek |
| | Diverting Works: | | | | | | | | | | | Source: | |
| (37) | S 200 ft E 90 ft Diverting Works: | from | NW c | cor, | Sec | 24, | Т | 11S, | R | 22E, | SLBM | Source: | Bitter Creek |
| (38) | S 2460 ft E 90 ft Diverting Works: | from | NW c | cor, | Sec | 36, | Τ | 11S, | R | 22E, | SLBM | Source: | Bitter Creek |
| (39) | 0 ft E 1900 ft | from | SW c | cor, | Sec | 06, | Τ | 11S, | R | 24E, | SLBM | | |
| (40) | Diverting Works: N 2368 ft W 1306 ft | from | SE c | cor, | Sec | 06, | Т | 11S, | R | 25E, | SLBM | Source: | Asphalt Creek |
| (41) | Diverting Works: S 2286 ft W 720 ft | from | NE c | or. | Sec | 18. | Т | 11S. | R | 25E. | SLBM | Source: | Evacuation Creek |
| | Diverting Works: | | | | | | | - | | | | Source: | Evacuation Creek |
| (42) | S 1274 ft E 1045 ft Diverting Works: | irom | NW C | cor, | sec | 28, | 1 | 115, | K | 25E, | 2TRM | Source: | Evacuation Creek |
| (43) | S 1673 ft W 3542 ft Diverting Works: | from | NE c | cor, | Sec | 24, | Τ | 12S, | R | 19E, | SLBM | Source: | Hill Creek |
| (44) | S 1315 ft W 733 ft Diverting Works: | from | NE c | cor, | Sec | 13, | Τ | 12S, | R | 20E, | SLBM | | Willow Creek |
| (45) | N 954 ft W 783 ft | from | SE c | cor, | Sec | 07, | Т | 12S, | R | 23E, | SLBM | | |
| (46) | Diverting Works: N 2620 ft E 1700 ft | from | SW c | cor, | Sec | 21, | Т | 12S, | R | 23E, | SLBM | Source: | Bitter Creek |
| | Diverting Works: S 1226 ft E 1737 ft | | | • | | | | - | | | | Source: | Bitter Creek |
| (2/) | Diverting Works: | TTOIL | -444 C | · · · · | Dec | J±1 | _ | 100, | 1/ | 292, | 21111 | Source: | Bitter Creek |
| | | | | | | | | | | | | | |

Stream Alt Required?: No

USES OF WATER RIGHT******* ELU -- Equivalent Livestock Unit (cow, horse, etc.) ******* EDU -- Equivalent Domestic Unit or 1 Family (The Beneficial Use Amount is the quantity of Use that this Water Right contributes to the Group Total.)

SUPPLEMENTAL GROUP NO. 225824. Water Rights Appurtenant to the following use(s): 49-1272(APP),2330(APP)

INDUSTRIAL: Description listed in the General Comments PERIOD OF USE: 01/01 TO 12/31

Acre Feet Contributed by this Right for this Use: 50.0

Administrative change from 1000 persons under domestic use to other uses for 1000 workers. Domestic use deleted.

ΑΠ T 8S R 24E SLBM * ALL T 8S R 25E SLBM * T 9S R 19E SLBM * Al I ALL T 9S R 20E SLBM * ALL T 9S R 21E SLBM * ALL T 9S R 22E SLBM * T 9S R 23E SLBM * ALL T 9S R 24E SLBM * Al I ALL T 9S R 25E SLBM * ALL T 10S R 19E SLBM * Al I T 10S R 20F SLBM * Al I T 10S R 21F SLBM * Al I T 10S R 22F SLBM * ALL T 10S R 23E SLBM * T 10S R 24E SLBM * ALL ALL T 10S R 25E SLBM * Al I T 11S R 19E SLBM * T 11S R 20E SLBM * Al I ALL T 11S R 21E SLBM * Al I T 11S R 22F SLBM * ALL T 11S R 23E SLBM * Al I T 11S R 24E SLBM * Al I T 11S R 25F SLRM * T 12S R 19E SLBM * ALL Al I T 12S R 20F SLBM * ALL T 12S R 21E SLBM * ALL T 12S R 22E SLBM * Al I T 12S R 23E SI BM * ALL T 12S R 24E SLBM * T 12S R 25F SLBM * Al I ALL T 13S R 19E SLBM * ALL T 13S R 20E SLBM * ALL T 13S R 21E SLBM * Al I T 13S R 22E SLBM * Al I T 13S R 23F SLBM * ALL T 13S R 24E SLBM * T 13S R 25E SLBM * ALL

General Comments from WR No. 49-1272:

The proposed industrial water uses include: mining, drilling, retorting, steam generation, cooling, fire protection, recreation benefits and the domestic purposes of 1,000 construction workers that will be at the site only during the construction phase of the project. The number of people will then be 1,000 permanent operation and production workers.

The water is to be diverted up to a total volume of 1,500 acre-feet per year. The diversion will be made with a pump system which will lift water through a pipeline to the place of use. The water will be delivered to the Paraho Development Corporation property and stored in regulating ponds to supply the necessary quantities of water required to support the construction and operation of the Paraho Shale Oil Project. The place of use will be in Federal tracts Ua & Ub in Townships 9 and 10 South, Range 24 and 25 East,

This application was approved by Memorandum Decision dated January 20, 1983 on the following conditions:

1. The 1,500 acre-feet appropriated is part of the storage right under

Segregation Application No. 36979-a (49-304), now un-approved, and shall be part of the rated storage capacity of the White River Reservoir when it is constructed.

- 2. The applicant may divert the 1,500 acre-feet of water each year as is required by the applicant without limiting the flow rate; however, the amount diverted shall not exceed the 1,500 acre-foot allocation.
- 3. The water may be diverted from any of the points indicated on the application, but deviation from the points may require filing of a change application.

| SEGREGATION | HISTORY***** | ***** | ***** | ***** | ***** | ***** | ***** | ***** | ***** |
|-------------|--|------------|--------------------------|-------------------------|-----------------|------------------|-----------------|----------------|--------------|
| | | | | | | | | | |
| This Right | was Segregated | from 49-12 | 272, with Appl#: | A36979aba | , Approval Date | e: 01/20/1984 un | der which Proof | is to be subr | nitted. |
| This Right | as originally f | | | | | | | | |
| | | | QUANTITY IN | | | | | | |
| | | CFS | ACRE-FEET | | | | | | |
| | | | | ACREAG | E (ELUs) | (FAMILIES) (| * | ACRE-FEE | [|
| | | | 50.0 | | | | | | |
| | Red Leaf Re | sources, | Inc. Water User | | | | | | |
| | | | | | | | | | |
| | | | WITHIN WHICH TO | | | | | | |
| ======== | ========== | | | | | | | | |
| | 04 (00 (4 000) | | /00/4000 | _ | | | | | |
| | | | /08/1998 PUB ENDE | | | - | | | |
| | | | o] HEARNG H | | | | | | |
| | | | | | | | | | |
| | | | /16/2008 PUB ENDE | | | * | | | |
| ProtestEnd: | 08/12/2008 PROT | ESTED: [No |) HEARNG H | LD: / / | 10 0 SE ACTION: | [Approved] Act | ionDate:08/28/2 | 2008 PROOF DUE | : 01/31/2018 |
| ****** | ====================================== | ****** | ========= *********** | * * * * * * * * * * | ****** | ********** | ****** | ***** | |
| ***** | ***** | ***** | ****** | ***E N D | OF DATA | ·***** | ****** | ***** | ***** |